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Liquidating Trust*

*Counsel to the Circuit City Stores, Inc.
Liquidating Trust*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:)	Case No. 08-35653-KRH
)	
CIRCUIT CITY STORES, INC. ¹ , et al.,)	Chapter 11
)	
Debtors.)	(Jointly Administered)
)	

**ORDER SUSTAINING LIQUIDATING TRUST'S TWELFTH OMNIBUS OBJECTION
TO DISALLOW CERTAIN CLAIMS (LONG-TERM INCENTIVE PROGRAM)**

THIS MATTER having come before the Court on the *Liquidating Trust's Twelfth Omnibus Objection to Disallow Certain Claims (Long-Term Incentive Program)* (the "Objection"),² which requested, among other things, that the claims specifically identified in the Objection be disallowed for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it further appearing that no response was timely filed or properly served by the LTIP Claimants being affected by

¹ The Debtors in these cases include: Circuit City Stores, Inc., Circuit City Stores West Coast, Inc., InterTAN, Inc., Ventoux International, Inc., Circuit City Purchasing Company, LLC, CC Aviation, LLC, CC Distribution Company of Virginia, Inc., Circuit City Properties, LLC, Kinzer Technology, LLC, Abbott Advertising Agency, Inc., Patapsco Designs, Inc., Sky Venture Corp, Prahs, Inc., XSStuff, LLC, Mayland MN, LLC, Courchevel, LLC, Orbyx Electronics, LLC, and Circuit City Stores PR, LLC.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

this Order; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors' estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Objection is SUSTAINED as set forth in this Order.
2. The LTIP Claims identified on **Exhibit A** as attached hereto and incorporated herein are forever disallowed in their entirety for all purposes in these bankruptcy cases.
3. The Liquidating Trust shall serve a copy of this Order on the LTIP Claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.
4. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: Richmond, Virginia
_____, 2011

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Paula S. Beran
Lynn L. Tavenner (VA Bar No. 30083)
Paula S. Beran (VA Bar No. 34679)
20 North Eighth Street, 2nd Floor
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- and -

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*Counsel to the Circuit City Stores, Inc.
Liquidating Trust*

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner
Lynn L. Tavenner

In re Circuit City Stores, Inc, et al.

Case No. 08-35653 (KRH)

EXHIBIT A TO ORDER GRANTING LIQUIDATING TRUST'S OMNIBUS OBJECTION NO. 12

LTIP Claims to be Disallowed

LTIP CLAIMS TO BE DISALLOWED						
Date Filed	Claim Number	Claimant Name and Address	Additional Notice Address	Classification as Filed	Claim Amount as filed	Debtor
01/28/2009	7097	ANDERSON, LEE ANN 2022 GROVE AVE RICHMOND, VA 23220		Priority	\$40,000.00	Circuit City Stores, Inc.
01/27/2009	6293	ARINGTON, MICHAEL SCOTT 14417 W MAUNA LOA LANE SURPRISE, AZ 85379		Priority	\$40,000.00	Circuit City Stores West Coast, Inc.
01/26/2009	5475	BERGER, CYNDA ANN 1002 MITCHELL LN EVANS, GA 30809		Priority	\$40,000.00	Circuit City Stores, Inc.
01/28/2009	7140	CALABREE, LEONARD 176 WILLIAM FEATHER DR VOORHEES, NJ 08043		General Unsecured Priority	\$40,000.00 \$10,950.00	Circuit City Stores, Inc.
01/28/2009	7189	CALABREE, LEONARD 176 WILLIAM FEATHER DR VOORHEES, NJ 08043		Priority	UNLIQUIDATED	Circuit City Stores, Inc.
01/29/2009	9502	CANCEL, MARCOS G PLAZA 25 MF50 MARINA BAHIA CATANO, PR 00962		Priority	\$40,000.00	Circuit City Stores PR, LLC
01/26/2009	5485	CASTLE, LINDA H 5601 HUNTERS GLEN DR GLEN ALLEN, VA 23059		Priority	\$40,000.00	Circuit City Stores, Inc.
01/29/2009	8103	CULL, MICHAEL W6483 ROCKY MT DR GREENVILLE, WI 54942		Priority	\$106.70	Circuit City Stores, Inc.
01/29/2009	8062	DEVITT, PAUL 11812 BRANDONS CT GLEN ALLEN, VA 23059		Priority	\$800.00	Circuit City Stores, Inc.
01/27/2009	6028	DING, JENNIFER S 5507 OLDE HARTLEY WAY GLEN ALLEN, VA 23060		Priority	\$40,000.00	Circuit City Stores, Inc.
01/27/2009	6686	FREEMAN, JAMES M 10307 SAGEGLOW HOUSTON, TX 77089		Priority	UNLIQUIDATED	Circuit City Stores, Inc.
01/27/2009	5689	GUTMAN, J THOMAS 205 W 95TH ST 2D NEW YORK, NY 10025		General Unsecured Priority	\$37,000.00 \$3,000.00	Circuit City Stores, Inc.
02/17/2009	11161	HAGUE, TIMOTHY 4613 BROOKEMERE DR GLEN ALLEN, VA 23060-6504		General Unsecured Priority	\$69,050.00 \$10,950.00	Circuit City Stores, Inc.

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01/28/2009	6691	HERTER, JOSEPH R 32540 YAHNKE RD BURLINGTON, WI 53105		Priority	\$40,000.00	Circuit City Stores, Inc.
01/28/2009	7088	KUBICA, CHAD A 24126 MATTHEW PL SANTA CLARITA, CA 91321		Priority	\$5,000.00	Circuit City Stores, Inc.
01/28/2009	7250	LAMAR, RONALD WADE PO BOX 674 MORTON, TX 79346		Priority	\$40,000.00	Circuit City Stores, Inc.
01/29/2009	8008	LATTA, DONNA 298 GREENFIELD RD BRIDGEWATER, NJ 08807		Priority	\$40,000.00	Circuit City Stores, Inc.
01/30/2009	10146	MAPLES III, MURRAY DAVID 7812 MARS HILL RD BAUXITE, AR 72011		Priority	BLANK	Circuit City Stores, Inc.
01/22/2009	4943	MERCADO, STEVE 551 IRIS ST REDLANDS, CA 92373		Priority	\$39,999.00	Circuit City Stores, Inc.
01/29/2009	8537	MONTELEONE, JACK T 39W374 GRAND AVE ELGIN, IL 60124		Priority	\$40,000.00	Circuit City Stores, Inc.
01/30/2009	9573	MORROW, BRADLEY J 711 STUBBS VINSON RD MONROE, LA 71203-8568		General Unsecured Priority	\$29,050.00 \$10,950.00	Circuit City Stores, Inc.
05/28/2009	13063	SCHMIDT, GARY 830 CARNELLIAN LANE PEACHTREE CITY, GA 30269		General Unsecured Priority	UNLIQUIDATED \$10,950.00	Circuit City Stores, Inc.
01/26/2009	6144	SESSOMS, JOHN D 7307 SADDLE OAKS DR CARY, IL 60013		General Unsecured Priority	\$29,050.00 \$10,950.00	Circuit City Stores, Inc.
01/29/2009	8653	vonBechmann, Dawn Neil E McCullagh Spotts Fain PC 411 E Franklin St Ste 600 Richmond, VA 23219	Dawn vonBechmann 36 Countryside Ln Richmond, VA 23229	General Unsecured Priority	\$60,790.47 \$4,209.53	Circuit City Stores, Inc.

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Date Filed	Claim Number	Claimant Name and Address	Additional Notice Address	Classification as Filed	Claim Amount as filed	Debtor
01/29/2009	8655	vonBechmann, Dawn Neil E McCullagh Spotts Fain PC 411 E Franklin St Ste 600 Richmond, VA 23219	Dawn vonBechmann 36 Countryside Ln Richmond, VA 23229	General Unsecured Priority	\$126,257.14 \$8,742.86	Circuit City Stores, Inc.
01/29/2009	7675	ZARGARI, DAVID 11120 HUNTINGTON MEADOW LN CHARLOTTE, NC 28273		Priority	\$80,000.00	Circuit City Stores, Inc.
01/29/2009	7746	ZENDEJAS, GENARO 11620 MANTOVA AVE BAKERSFIELD, CA 93312		Priority	\$5,000.00	Circuit City Stores, Inc.